

Chojnowski David  
 Form 3  
 October 08, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Chojnowski David		(Month/Day/Year)	Burger King Holdings Inc [BKC]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		10/01/2010		
5505 BLUE LAGOON DRIVE			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
			(give title below) (specify below)	
			VP, Chief Accounting Officer	
MIAMI,Â FLÂ 33126				
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	7,187 <u>(1)</u> <u>(2)</u>	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Option to Purchase Common Stock	Â (3)	03/21/2019(4)	Common Stock	8,442	\$ 22.42	D	Â
Option to Purchase Common Stock	Â (5)	08/26/2019(5)	Common Stock	8,697	\$ 18.31	D	Â
Option to Purchase Common Stock	Â (3)	08/25/2020(3)	Common Stock	11,495	\$ 17.51	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer		Other
Chojnowski David 5505 BLUE LAGOON DRIVE MIAMI, FL 33126	Â	Â	Â	VP, Chief Accounting Officer	Â

## Signatures

Lisa Giles-Klein, as Attorney-In-Fact for David Chojnowski

10/08/2010

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- 4033 shares reported represent an award of performance based restricted stock granted to the Reporting Person by the Issuer on August 25, 2010. The shares will have a one year performance period beginning July 1, 2010 and ending June 30, 2011 and will vest 100% on the
- (1) third anniversary of the grant date. The number of shares of performance based restricted stock that will be earned at the end of the one year performance period is subject to an increase or decrease of shares of up to 50% based on the results of the Company performance condition.
  - (2) 3154 shares reported represent an award of performance based restricted stock granted to the Reporting Person by the Issuer on August 26, 2009. The shares will vest 100% on the third anniversary of the grant date.
  - (3) 2873 of the shares are exercisable on 8/25/2011. 2874 of the shares are exercisable on each of 8/25/2012, 8/25/2013 and 8/25/2014.
  - (4) 2110 of the shares were exercisable on 3/21/2010. 2111 of the shares are exercisable on each of 3/21/2011 and 3/21/2013; and 2110 of the shares are exercisable on 3/21/2012.
  - (5) 2174 of the shares were exercisable on 8/26/2010. 2174 of the shares are exercisable on each of 8/26/2011 and 8/26/2012; and 2175 of the shares are exercisable on 8/26/2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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